

MEMORANDUM

June 27, 1985

TO: BOSTON REDEVELOPMENT AUTHORITY AND
STEPHEN COYLE, DIRECTOR

FROM: SUSAN ALLEN, ASSISTANT DIRECTOR,
DEVELOPMENT AND URBAN DESIGN AND
MITCHELL FISCHMAN, SENIOR PROJECT
COORDINATOR, BACK BAY

SUBJECT: ST. JAMES AVENUE, RECOMMENDING TO THE CITY OF BOSTON,
ACTING BY AND THROUGH THE PUBLIC FACILITIES COMMISSION,
THE FINAL DESIGNATION OF NEW ENGLAND MUTUAL LIFE
INSURANCE COMPANY AND GERALD D. HINES INTERESTS, INC. AS
REDEVELOPER OF THE ST. JAMES AVENUE GARAGE AND ADJACENT
PUBLIC PARCEL AND PRIVATE LAND AREAS IN THE BACK BAY AND
AUTHORIZATION TO AMEND THE SALE & CONSTRUCTION AGREEMENT

On November 21, 1982, the Boston Redevelopment Authority (the "BRA"), acting under the delegation of powers from the Public Facilities Commission and the Real Property Board, authorized the advertisement for development interest in the St. James Avenue Garage site. As a result of this solicitation for development interest, the BRA received one proposal from the joint venture of New England Mutual Life Insurance Company and Gerald D. Hines Interests, Inc. (the "Joint Venture"). The Joint Venture's proposal contemplated the construction of a mixed-use development project (the "Project") on the 3.15-acre parcel bounded by Boylston Street, Berkeley Street, St. James Avenue and Clarendon Street in Boston's Back Bay (the "Project Site"). The Project Site consists of land along Boylston Street presently owned by New England Life and City-owned land, including the St. James Avenue Garage site and discontinued public streets.

On December 8, 1983, the BRA voted the tentative designation of the Joint Venture as redeveloper of the St. James Avenue Garage site. On March 28, 1985, the BRA approved a Planned Development Area/Development Impact Project zoning designation for the Project Site. At this time, we hereby request the BRA to recommend to the Public Facilities Commission that the Joint Venture receive final designation as the redeveloper of the St. James Avenue Garage site that the St. James Avenue Garage site be conveyed, subject to the terms and conditions set forth in the Sale and Construction Agreement dated as of June 30, 1984 among the City of Boston acting by and through the Public Facilities Commission, the BRA, and the Joint Venture, and that such Agreement be amended to accommodate the development of the Project as presently planned.

Because the site is located in the Back Bay, the BRA was particularly concerned that there be ongoing review of the Project plans by representatives of the community, and invited local residents and business, cultural, and political leaders to participate in forming the St. James Avenue Civic Advisory Committee (the "CAC") to represent the interests and concerns of the Back Bay and adjoining South End communities. On June 8, 1983, the BRA and the CAC entered into a Contract to Insure Community Participation to encourage ongoing consultation by and among the Joint Venture, the BRA, and the CAC to assure a project that would be responsive to public concerns.

Since the BRA's initial advertisement in November 1982, the Project has undergone scrupulous review by the BRA, other agencies of the City of Boston, agencies of the Commonwealth, the CAC, and members of the public. Attached hereto is a list of the public hearings held in connection with the Project. The two and one half years of public review of the Project, together with the design review process undergone by the Joint Venture with the BRA, have provided numerous opportunities to discuss issues relating to the Project and to the Back Bay in general. This process has resulted in numerous modifications to the envelope and design of the Project as originally proposed in the Fall of 1982. These changes have included a reduction in the height of the tower components from 396 feet to 330 feet, an increase in the separation between the tower components from 40 to 60 feet, increases in the set-backs for the Project from Boylston Street (15 feet to 25 feet), St. James Avenue (8 feet to 15 feet), Berkeley Street (15 feet to 19 feet), and Clarendon Street (12 feet to 15 feet), a reduction in the floor area ratio from 11.5 to 9.5, enclosure of the loading bays, and alterations in the locations of parking entrances and exitways to minimize traffic impacts. We have been pleased with the Joint Venture's willingness to respond to questions and comments from many sources with respect to the Project throughout this process.

The Project has been subjected to a careful design review by the BRA staff. Our Design Development approval, issued June 19, 1985, reflects our satisfaction with the progress of the design over the last few months. We are particularly impressed with the reintroduction of the scalloped entries, the rich paving patterns proposed for the courtyards, the resolution of parking entries and exits, and the recent changes proposed for the tower massing. In accordance with our design development approval letter, the Joint Venture will continue to work with the BRA and the CAC on details of the Project to be finalized before the final design approval including the addition of solid granite details to the facade, the addition of detailing for the faceted walls proposed for the corner scallops and the initiation of studies of the use of canopies to mitigate winds at street level.

Pursuant to the Massachusetts Environmental Policy Act, M.G.L. c.30, §§62-62H, the Joint Venture filed an Environmental Notification Form and draft and final Environmental Impact Reports with the Massachusetts Executive Office of Environmental Affairs on May 31, 1984, October 15, 1984 and February 15, 1985, respectively. On April 4, 1985, the Secretary of Environmental Affairs of the Commonwealth issued a Certificate indicating that the final EIR complied with MEPA. The ENF committed the Joint Venture to complete environmental studies for the BRA. Draft and final EIR's were submitted to the BRA on October 13, 1984 and February 1, 1985, respectively. On June , 1984, the BRA Director issued a letter approving the final EIR prepared for the BRA subject to a requirement with respect to wind mitigation testing.

The Project will provide numerous and significant economic benefits to the City, while remaining consistent with the development guidelines established through the review process discussed above. The combined payment for land, including the St. James Avenue garage site and discontinued street areas, will result in a \$7,766,400.00 payment to the City. In addition, the Project will increase by a factor of 10 the tax revenues to the City from the site. It will generate over 3,000 construction jobs and over 4,000 new permanent jobs beyond the estimated 800 jobs on the Boylston Street block today. The provision in the building plans for expansion space for New England Life will assure the retention of the company's operations (and approximately 1,400 permanent jobs) within the City of Boston. The Project will also generate approximately \$6,000,000.00 in development impact project exaction payments for the development of needed low and moderate income housing in the City. The Joint Venture has also agreed to fund, or partially fund, certain public benefits or particular interest to residents of the Back Bay including the redesign and reconstruction of Copley Square, a study of the Back Bay water table, a study of the Boylston Street fishweir located in the immediate vicinity of the site, a program to provide parking space striping, provide new signs and complete signal modifications for streets in the vicinity of the Project, and work related to traffic mitigation measures in the area of the Project.

In addition to the economic benefits discussed above, the Project will generate other meaningful benefits for the City and more specifically for the residents of the Back Bay. The Project will provide new landscaped pedestrian plazas, retail/commercial establishments, and first-class office space, which will physically upgrade and assist in the commercial revitalization of the Project area. The parking garage to be provided in the Project will replace the deteriorating and dangerous 625-car St. James Avenue Garage with new, safe below-grade facilities including 625 parking spaces for use by the public. In accordance with the Cooperation Agreement between the Joint Venture and the

BRA, all of the parking spaces in the Project will be made available for short term parking on evenings, weekends and holidays.

The Tentative Designation vote of the BRA of December 8, 1983 was made subject to certain Terms and Conditions for Tentative Developer Designation of St. James Avenue Garage Parcels. Based on the Design Development and other current information regarding the Project, we are pleased to advise you that the Project has satisfactorily complied with all of the said Terms and Conditions so that the BRA may recommend to the Public Facilities Commission the Final Designation of the Joint Venture as redeveloper of the St. James Avenue Garage Site.

The vote of the BRA on the Joint Venture's application for Planned Development Area designation with respect to the Project site provided that the BRA would not consider final developer designation until after initial findings and recommendations of the comprehensive traffic study of the Back Bay be presented to the BRA and the CAC. This will acknowledge receipt of such initial findings and recommendations in the form of a Report dated June 13, 1985 from Lisa Chapnick, Commissioner of the Traffic and Parking Department, as referenced in the Commissioner's letter, a copy of which is attached hereto. These findings and recommendations were presented to the CAC on June 19, 1985. Members of the CAC also participated in a working committee which assisted in determining the scope of the Report and in a preliminary review of the findings and recommendations prior to formal issuance of the Report. The Commissioner has now begun work with her consultants and the said working committee on a final report to be issued in mid-August.

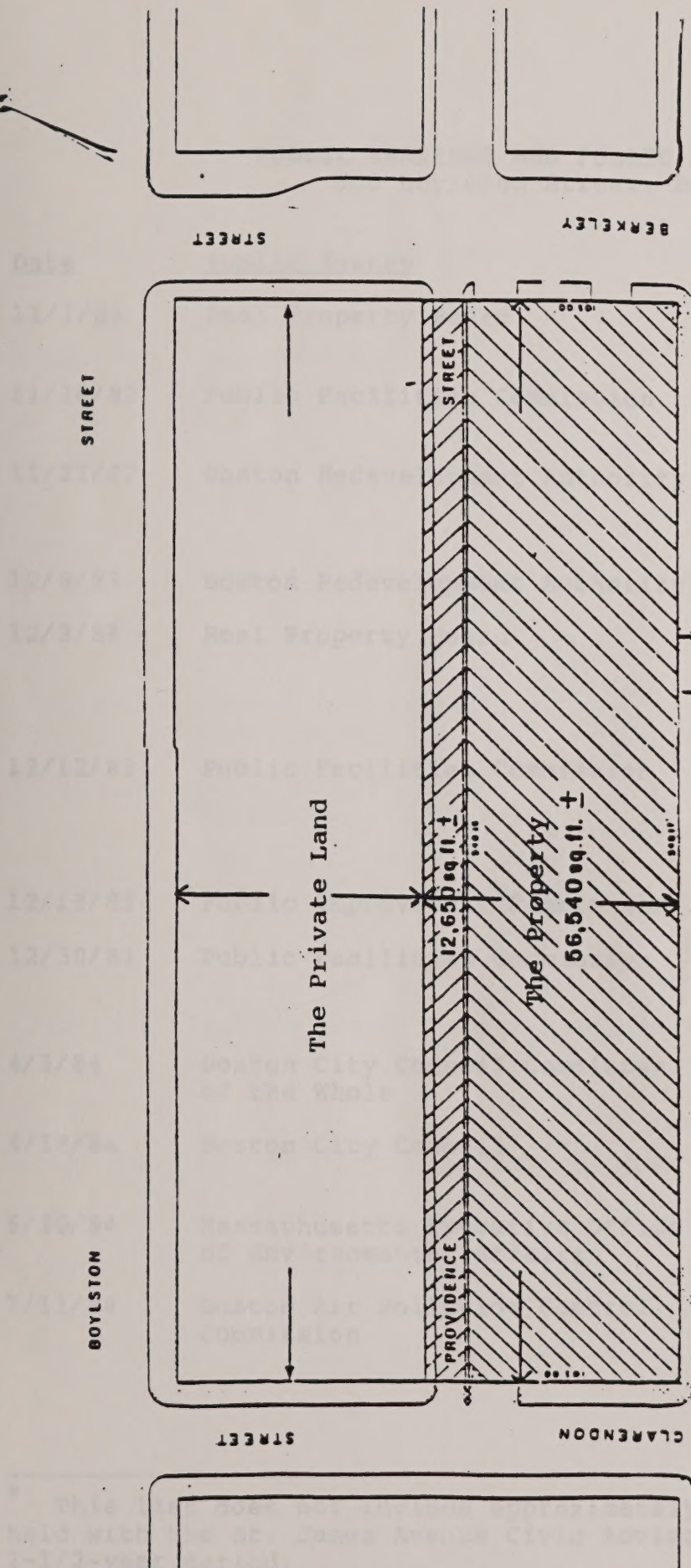
Based on the foregoing, we therefore request the BRA to recommend that the Joint Venture receive from the Public Facilities Commission Final Designation and that the St. James Avenue Garage Site and adjacent discontinued street areas be conveyed, subject to the terms and conditions set forth in the Sale and Construction Agreement and that an amendment to such Agreement in the form attached hereto be adopted to accommodate the development of the Project as presently planned. An appropriate vote follows.

VOTED: That in accordance with the votes of this Authority, dated December 8, 1983 with accompanying terms and conditions; the Real Property Board dated December 9, 1983, the Public Facilities Commission dated December 12, 1983, December 30, 1983, August 23, 1984, and November 29, 1984; the City Council dated April 18, 1984 which was deemed in force under St. 1948, c.452, s.17D (as appearing in St. 1951, c.376, s.1) on May 4, 1984; and October 17, 1984 which was deemed in force under St. 1948, c.452, s.17D (as appearing in St. 1951, c.376,

s.1) on October 19, 1984; the Public Improvement Commission dated January 12, 1984; and with the approval of the Mayor, when necessary; and, based upon evidence presented to the Authority at its meeting duly held on June 27, 1985 and upon the matters discussed in a memorandum from Authority staff to the Authority dated June 27, 1985 and the documentation on file with the Authority, which evidence, memorandum and documentation are incorporated herein by reference:

That the Boston Redevelopment Authority recommends to the City of Boston, acting by and through its Public Facilities Commission, the final designation of the Joint Venture of New England Mutual Life Insurance Company and Gerald D. Hines Interests, Inc. as redeveloper of the St. James Avenue Garage and the real estate related thereto, including discontinued street areas, said recommendation to be subject to and in accordance with the terms, conditions and provisions of the Sale and Construction Agreement dated as of June 30, 1984 entered into by the City of Boston acting by and through the Public Facilities Commission, the Boston Redevelopment Authority, New England Mutual Life Insurance Company and Gerald D. Hines Interests, Inc., - which Agreement is hereby ratified and confirmed; and the Director be, and hereby is, authorized to execute the First Amendment to Sale and Construction Agreement dated June 27, 1985 among the City of Boston, acting by and through the Boston Redevelopment Authority, the Boston Redevelopment Authority, and New England Mutual Life Insurance Company and Gerald D. Hines Interests, Inc.; and is further authorized and directed to take all actions and to execute all documents deemed necessary and appropriate for the disposition and development of the St. James Avenue Garage and the real estate related thereto, including discontinued street areas, in accordance with the Sale and Construction Agreement, as amended.

The Project Site



NOTE: The Private Land and The Property include to the center line of adjacent streets.

BOSTON REDEVELOPMENT AUTHORITY

ST. JAMES AVENUE

GARAGE PARCEL

Scale 1" = 40'
D.R. PEN

Date Nov. 13, 1982
Appr. By A.H.

PUBLIC HEARINGS AND PUBLIC MEETINGS*
500 Boylston Street, Boston

<u>Date</u>	<u>Public Agency</u>	<u>Subject Matter</u>
11/1/82	Real Property Board	Delegation of Authority to BRA
11/16/82	Public Facilities Commission	Delegation of Authority to BRA
11/21/82	Boston Redevelopment Authority	Authorization of advertisement for Development Interest
12/8/83	Boston Redevelopment Authority	Tentative Designation
12/9/83	Real Property Board	Garage declared surplus; Authority delegated to chairman of RPB
12/12/83	Public Facilities Commission	Affirmation of Tentative Designation; Transfer of Garage
12/13/83	Public Improvement Commission	Discontinuances
12/30/83	Public Facilities Commission	Authority to sign Purchase and Sale Agreement
4/3/84	Boston City Council Committee of the Whole	Transfer of Garage to PFC
4/18/84	Boston City Council	Transfer of Garage to PFC
6/20/84	Massachusetts Executive Office of Environmental Affairs	MEPA Scoping Session
7/11/84	Boston Air Pollution Control Commission	Parking Freeze Hearing

* This list does not include approximately 40 public meetings held with the St. James Avenue Civic Advisory Committee over a 2-1/2-year period.

8/23/84	Public Facilities Commission	Authorization to Execute Sale & Con- struction Agreement
8/29/84	Boston Redevelopment Authority	Approval of Sale & Construction Agree- ment
9/19/84	Boston City Council Committee of the Whole	Transfer of Discontinued Ways to PFC
9/26/84	Boston City Council Committee of the Whole	Transfer of Discontinued Ways to PFC
9/27/84	Boston Redevelopment Authority	Planned Development Area/Development Impact Project Designation Hearing
10/4/84	Boston Air Pollution Control Commission	Parking Freeze Hearing
10/17/84	Boston City Council Committee of the Whole	Transfer of Discontinued Ways to PFC
11/29/84	Public Facilities Commission	Confirmation of Intention to Sell Garage and Discon- tinued Ways
3/28/85	Boston Redevelopment Authority	Planned Development Area/Development Impact Project Designation
5/28/85	Boston Landmarks Commission	Rejection of Designation of Colton Building as Landmark
6/27/85	Boston Redevelopment Authority	Final Designation

Boston

Raymond L. Flynn, Mayor

June 27, 1985

Mr. Stephen Coyle
Director
Boston Redevelopment Authority
One City Hall Square
Boston, Ma. 02201

Dear Mr. Coyle:

We are pleased to submit to you the "Initial Report" of the Neighborhood Transportation and Traffic Engineering Study for the Back Bay, as requested by the Boston Redevelopment Authority Board.

This Initial Report was prepared by our Consultants, HMM Associates, Inc., over the time period from May 12 to June 13, 1985. A Final Report will be completed by the middle of August. The Initial Report addresses short term, intermediate, and long term traffic mitigating measures as well as indicating some of the immediate action recommendations which could be implemented. The intention is that these mitigating measures, action recommendations, and implementation strategies will be expanded and detailed in the Final Report.

The specific items which the BRA Board requested to be addressed were the following:

- a. aim to reduce traffic levels on Berkeley Street, between Newbury Street and Storrow Drive;
- b. work towards overall reduction in the level of traffic in the area by 1987; and
- c. examine improved vehicular access to the Southeast Expressway and the Central Artery.

The initial findings and recommendations were to be presented to the Boston Redevelopment Authority and the CAC prior to consideration of the final developer designation by the Boston Redevelopment Authority Board.

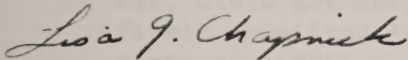


Lisa G. Chapnick, Commissioner, Traffic and Parking
City of Boston/City Hall Square/Boston, MA 02201

The Initial Report was presented to the St. James Avenue Garage CAC on the evening of June 19th at a meeting attended by the Consultant and T&PD Staff. This report was designed to address traffic areas of immediate concern and to elicit comments from interested community groups and individuals. The issue of better access to the Southeast Expressway and the Central Artery, while initially addressed in this Report, awaits further work on Herald Street and coordination with the State and the Turnpike Authority. The Final Report due in August will detail matters such as specific mitigating measures and strategies designed to affect a shift from automobile to other transportation modes needed to accomplish traffic reduction in the Back Bay. Furthermore, it is proposed that the Final Report will also provide a stronger data base than is now available for transportation evaluation of current and future development proposals.

It is my intention to take practical action to implement the recommendations of the study. To this end, I have asked the Consultant to outline implementation strategies in the Final Report. We have been working closely with a Working Committee (composed of representatives of Back Bay, Fenway and South End Community Groups as well as the St. James Avenue Garage CAC) to ensure that the Final Report does in fact establish a program which can be implemented in the Back Bay, and this Working Committee will continue to provide input during the next two months.

Sincerely,



Lisa G. Chapnick
Commissioner

cc: Boston Redevelopment Authority Board
Members of the Working Committee

Attachment

LGC/MF/moj

8-2620-021

20 June 1985

RECEIVED

JUN 20 1985.

The Honorable Raymond L. Flynn, Mayor
City of Boston

Mr. Stephen Coyle, Director
Boston Redevelopment Authority
City Hall Square
Boston, MA 02201

BOSTON REDEVELOPMENT AUTHORITY
OFFICE OF THE DIRECTOR

Gentlemen:

As stated by its RESOLUTION dated 20 June 1985, the St. James Parcel/
NEL, Civic Advisory Committee (all organizations represented) remains
firmly committed in seeking mitigating action to the residential neigh-
borhood traffic problems prior to an irrevocable commitment by the City
to permit the New England Life Project to proceed, with a measurable
increase in traffic activity.

We are fully aware that the City has directed its policy to complete
the sale of the St. James Avenue Parcel before 30 June 1985, and we
wish to assist in the realization of that objective. We also realize
that the normal process of civic response to public concerns will not
permit a satisfactory resolution for the City and the CAC.

We therefore, shall welcome an invitation to meet with you to explore
ways in which our concerns may be met.

Sincerely,

David R. Johnson

Civic Advisory Committee
by David R. Johnson, Chair

Enclosure

RESOLUTION

Subject: St. James Avenue Parcel/NEL
500 Boylston Street Project
Boston, Massachusetts

Date: 20 June 1985

To: Mr. Stephen Coyle, Director
Boston Redevelopment Authority
City of Boston, Massachusetts

From: The Civic Advisory Committee

By: David R. Johnson, Chair *D.R.J.*

The Civic Advisory Committee in its meeting on 19 June 1985, with all organizations represented and participating in the captioned Resolution (8 in all)

and

On a motion duly made and seconded, this Resolution was adopted on a unanimous vote as follows:

Whereas the CAC advised the BRA Board on 22 March 1985 that the 500 Boylston Street Project should not proceed until the City has developed a plan, and committed to its implementation to reduce traffic volumes on residential streets of the Back Bay, such as Berkeley Street, to pre-1983 levels;

and

Whereas the traffic consultant concedes, and the CAC concurs that the preliminary recommendations of the Back Bay Neighborhood Transportation and Traffic Engineering Study: Initial Report, dated June 1985 (hereinafter called the Initial Report) would have no significant impact to reduce traffic volume levels on Back Bay residential streets;

and

Whereas the preliminary recommendations of the Initial Report do not meet the objectives of the CAC Resolution of 22 March 1985;

and

Whereas the preliminary recommendations of the Initial Report do not meet the stated provisions of the BRA Board vote of 28 March 1985;

it is, therefore,

Resolved, that the CAC restate its continuing recommendation that the BRA Board should withhold final designation of the Developer, and that the Zoning Commission should withhold approval of PDA designation until such time as the City formulates a credible plan, and the appropriate public agencies commit to its implementation, to meet the objectives of the CAC Resolution dated 22 March 1985.

END OF RESOLUTION

BOSTON
REDEVELOPMENT
AUTHORITY

Stephen Coyle / Director

One City Hall Square
Boston, MA 02201
(617) 722-4300

June 21, 1985

Mr. David Johnson, Chairman
St. James Avenue Garage
Civic Advisory Committee
c/o Johnson Olney Associates, Inc.
75 Kneeland Street
Boston, MA 02111

Dear Mr. Johnson:

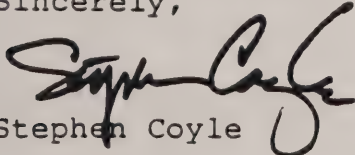
On behalf of Mayor Flynn, I would like to express our appreciation for the positive expression in your letter of June 20. It recognized the City's need to complete sale of the St. James Avenue Garage by the end of June.

I have met with the developers and they understand the City's commitment to resolving the traffic issues of concern to the Back Bay Neighborhood. As you also know, Lisa Chapnick has pledged to complete the Final Report of the Back Bay Traffic Study which, it is hoped, will lead to a set of practical recommendations to improve traffic on some heavily burdened Back Bay residential streets.

I have asked the developers not to schedule any Zoning Commission action on this project until the middle of August to allow for the further refinement of more fully developed traffic recommendations for the Back Bay. We are committed to implementation of these recommendations, and will continue to meet with appropriate City and State agencies over the coming weeks.

I look forward to discussing these issues further with you and the Civic Advisory Committee in the next few weeks and have asked Lisa Chapnick to schedule a "working committee" meeting in early July to continue to focus on these issues.

Sincerely,



Stephen Coyle

cc: St. James Avenue
Garage Civic Advisory
Committee Members

FIRST AMENDMENT
TO
SALE AND CONSTRUCTION AGREEMENT

This First Amendment to Sale and Construction Agreement is entered into as of the day of , 1985 by and among the Boston Redevelopment Authority (the "Authority"), the City of Boston (the "City") acting by and through the Authority, New England Mutual Life Insurance Company ("NEL"), and Gerald D. Hines Interests, Inc. ("Hines").

W I T N E S S E T H :

WHEREAS, the City acting by and through the Public Facilities Commission, the Authority, and NEL and Hines as Developer entered into a certain Sale and Construction Agreement (the "Agreement") dated as of June 30, 1984;

WHEREAS, Section 13.02 of the Agreement provides that the Agreement may be amended only by an instrument in writing signed by the City, acting by and through the Authority, the Authority, and the Developer; and

WHEREAS, the parties desire to amend the Agreement as hereinafter set forth.

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which is hereby acknowledged by the parties hereto, the City acting by and through the Authority, the Authority, and the Developer hereby agree as follows:

1. All capitalized terms used herein shall have the meanings ascribed to them in the Agreement.

2. Section 101 of the Agreement shall be amended as follows:

a. Subsection 101(i) of the Agreement shall be deleted in its entirety and the following substituted therefor:

"i. 'Condition Date' shall mean the date on which Conditions (ii), (iii), (iv), (v), (vii), (viii), (ix), (x) and (xiv) have been satisfied. Notwithstanding any other provision of this Agreement, in the event the Closing Date occurs prior to the Condition Date, the Condition Date shall survive the Closing Date; provided, however, that in no event shall the Condition Date be later than two (2) years after the Closing Date."

b. Subsection 101(k) of the Agreement shall be amended by deleting the first sentence thereof and substituting therefor the following:

"'Construction Commencement Date' shall mean (i) no later than 8 months after the Condition Date for the Western Component and (ii) no later than 30 months after the commencement of construction of the Western Component for the Eastern Component."

3. Section 204 of the Agreement shall be amended by deleting the first sentence of the second paragraph thereof and substituting therefor the following:

"If the Authority fails to designate the Project Site as a Planned Development Area or fails to issue the PDA Development Plan as required in Section 101(j)(i) or if the Zoning Commission fails to change from a B-8 to a B-8-D zoning district the Project Site and the Mayor of the City fails to approve such rezoning as required in Section 101(j)(iii), the Developer shall have until 60 days after the date of the Authority's rejection of designation of the Project Site as a Planned Development Area or failure to issue the PDA Development Plan or the date of the Zoning Commission's failure to rezone the Project Site or the date of the Mayor's veto of such rezoning, whichever is applicable, to elect by notice to the BRA in writing to seek variances and conditional use permits in connection with the Project."

4. The fourth paragraph of Section 204 of the Agreement shall be amended by deleting the date June 25, 1985 in the first and fourteenth lines thereof and substituting therefor the date June 28, 1985, and by inserting after the first sentence thereof the following:

"If the sale and conveyance and delivery of possession of the Property have not occurred by June 25, 1985, the Closing Date shall be deemed extended until June 28, 1985."

5. Section 303 of the Agreement shall be amended as follows:

a. By deleting the words "after delivery of the Deed" in the first sentence of subsection (a) thereof and by substituting therefor the words "after the Condition Date."

b. By inserting after the first sentence of subsection (a) thereof the following sentence:

"If and to the extent that, from time to time, Developer demonstrates that it is unable, for reasons beyond its control (which may include, without limitation, strikes or unforeseen delays, unfavorable financing or construction

markets, and inability to obtain governmental approvals, permits, licenses, variances and exceptions), to begin demolition on the Western Component site within 6 months after the Condition Date, the Authority shall, from time to time, extend the time for commencement of demolition for a period which is reasonable under the circumstances within the 34-month period set forth in Section 101(k) hereof, unless the Authority reasonably determines that Developer would, at such extended date, lack the capacity to commence such demolition."

EXCEPT AS AMENDED HEREBY, the Agreement shall remain in full force and effect.

EXECUTED as a sealed instrument as of the day and year first above written.

CITY OF BOSTON, acting by and through
the BOSTON REDEVELOPMENT AUTHORITY

By: _____
Director

BOSTON REDEVELOPMENT AUTHORITY

By: _____
Director

NEW ENGLAND MUTUAL LIFE INSURANCE COMPANY

BY: COPLEY REAL ESTATE ADVISORS, INC.
Asset Manager and Advisor

By: _____

GERALD D. HINES INTERESTS, INC.

By: _____

COMMONWEALTH OF MASSACHUSETTS

ss.:

, 1985

Then personally appeared the above-named Stephen F. Coyle, the Director of the Boston Redevelopment Authority, who executed the foregoing instrument for the City of Boston acting by and through the Boston Redevelopment Authority and for the Boston Redevelopment Authority acting on its own behalf, and acknowledged the same to be the free act and deed of said Authority, before me,

Notary Public

My commission expires:

COMMONWEALTH OF MASSACHUSETTS

ss.:

, 1985

Then personally appeared the above-named _____, the _____ of Copley Real Estate Advisors, Inc., acting on behalf of New England Mutual Life Insurance Company, and acknowledged the foregoing instrument to be the free act and deed of New England Mutual Life Insurance Company, before me,

Notary Public

My commission expires:

COMMONWEALTH OF MASSACHUSETTS

ss.:

, 1985

Then personally appeared the above-named
the of Gerald D. Hines Interests, Inc.,
and acknowledged the foregoing instrument to be the free act and
deed of Gerald D. Hines Interests, Inc., before me,

Notary Public

My commission expires: